

FILED
CLERK'S OFFICE
UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

2004 MAY 21 P 4: 33

In re:

ORGANOGENESIS INC.,

Debtor.

U.S. DISTRICT COURT
DISTRICT OF MASS.
Bankruptcy Appeal
Civil Action No. 03-12311-GAO

STIPULATION OF DISMISSAL

This Stipulation is entered into as of the 21st day of May, 2004, between Organogenesis Inc., the reorganized debtor ("Reorganized Organogenesis" or the "Debtor") in the above-captioned case and the Massachusetts Institute of Technology ("MIT" and together with Reorganized Organogenesis, the "Parties"):

Pursuant to Fed. R. Bankr. P. 8001(c)(2), appellant Organogenesis Inc. and appellee The Massachusetts Institute of Technology hereby stipulate and agree that this appeal be dismissed without fees or costs.

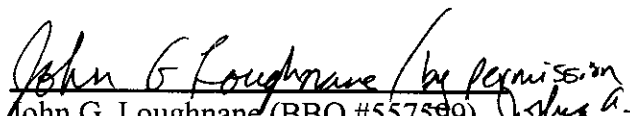
ORGANOGENESIS INC.

MASSACHUSETTS INSTITUTE OF
TECHNOLOGY

By its attorneys,

By its attorneys,


Andrew Z. Schwartz (BBO #544653)
Joshua A. McGuire (BBO #651877)
FOLEY HOAG LLP
155 Seaport Boulevard
Boston, MA 02210
Tel.: (617) 832-1000
Fax: (617) 832-7000
bctnotices@foleyhoag.com


John G. Loughnane (BBO #557599)
Leslie Anne Hawes (BBO #600007)
GADSBY HANNAH LLP
225 Franklin Street
Boston, MA 02110
Tel.: (617) 345-7000
Fax: (617) 204-8064

Dated: May 21, 2004

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UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

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)

ORGANOGENESIS INC.,)
)
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Debtor.)
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CERTIFICATE OF SERVICE

I, Joshua A. McGuire, hereby certify that, on this the 21st day of May, 2004, I caused true and accurate copies of the following:

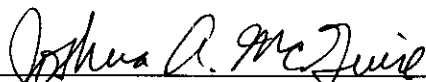
1. Stipulation of Dismissal; and
2. this Certificate Of Service

to be delivered to the persons at the addresses set forth on the attached Service List in the manner indicated or otherwise by first class mail, postage prepaid.

Respectfully submitted,

ORGANOGENESIS INC.

By its attorneys,



Joshua A. McGuire (BBO #651877)
FOLEY HOAG LLP
155 Seaport Boulevard
Boston, MA 02210
Tel.: (617) 832-1000
Fax: (617) 832-7000

Dated: May 21, 2004

Service List

Massachusetts Institute of Technology (BY HAND)	Gadsby Hannah, LLP 225 Franklin Street Boston, MA 02110	Attn: John G. Loughnane
Official Committee of Unsecured Creditors (BY HAND)	Goulston & Storrs, PC 400 Atlantic Avenue Boston, MA 02110	Attn: James F. Wallack, Esq.
United States Trustee for the Districts of Maine, Massachusetts and New Hampshire (BY HAND)	Office of the United States Trustee Department of Justice Room 1184 10 Causeway Street Boston, MA 02222	Attn: Gary L. Donahue, Esq.
Post-Petition Investors (BY HAND)	Duane Morris LLP 470 Atlantic Avenue, Suite 500 Boston, MA 02210	Attn: Paul D. Moore, Esq.